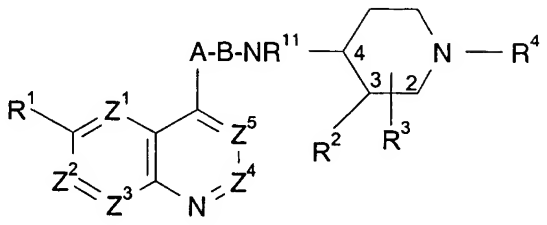
Amendments to the claims:

This listing of claims will replace all prior versions, and listing, of claims in the application:

Listing of Claims:

What is claimed is:

1. (**Currently Amended**). A compound of formula (I) or a pharmaceutically acceptable derivative thereof:



(I)

wherein:

one of Z^1, Z^2, Z^3, Z^4 and Z^5 is N, one is CR^{1a}, and the remainder are CH, or one of Z^1, Z^2, Z^3, Z^4 and Z^5 is CR^{1a}, and the remainder are CH;

R^1 and R^{1a} are independently hydrogen; hydroxy; (C_{1-6})alkoxy optionally substituted by (C_{1-6})alkoxy, amino, piperidyl, guanidino or amidino optionally N-substituted by one or two (C_{1-6})alkyl, acyl or (C_{1-6})alkylsulphonyl groups, $CONH_2$, hydroxy, thiol, (C_{1-6})alkylthio, heterocyclylthio, heterocyclyloxy, arylthio, aryloxy, acyloxy or (C_{1-6})alkylsulphonyloxy; (C_{1-6})alkoxy-substituted(C_{1-6})alkyl; halogen; (C_{1-6})alkyl; (C_{1-6})alkylthio; nitro; azido; acyl; acyloxy; acylthio; (C_{1-6})alkylsulphonyl; (C_{1-6})alkylsulphoxide; arylsulphonyl; arylsulphoxide or an amino, piperidyl, guanidino or amidino group optionally N-substituted by one or two (C_{1-6})alkyl, acyl or (C_{1-6})alkylsulphonyl groups; ~~and additionally when Z^5 is CR^{1a}, R^{1a} may be (C_{1-4})alkyl-CO_2H or (C_{1-4})alkyl-$CONH_2$ in which the C_{1-4} alkyl is substituted by R^{12}; (C_{1-4})alkyl substituted by amino, cyano or guanidino; aminocarbonyl optionally substituted by hydroxy, (C_{1-6})alkyl, hydroxy(C_{1-6})alkyl, aminocarbonyl(C_{1-6})alkyl, (C_{2-6})alkenyl, (C_{1-6})alkylsulphonyl, trifluoromethylsulphonyl, (C_{2-6})alkenylsulphonyl, $(C_{1-}$~~

~~$_{6}$)alkoxycarbonyl, (C_{1-6})alkylcarbonyl, (C_{2-6})alkenyloxycarbonyl, (C_{2-6})alkenylcarbonyl, or CH(R^{13})CO_2H or CH(R^{13})$CONH_2$ optionally further substituted by (C_{1-6})alkyl, hydroxy(C_{1-6})alkyl, aminocarbonyl(C_{1-6})alkyl or (C_{2-6})alkenyl; hydroxy(C_{1-6})alkyl; carboxy; cyano or (C_{1-6})alkoxycarbonyl; wherein R^{13} is a natural □-amino acid side chain, or its enantiomer;~~

provided that when one of Z^1, Z^2, Z^3, Z^4 and Z^5 is CR^{1a} and the remainder are CH, then R^1 is not hydrogen;

R^2 is hydrogen;

R^3 is hydrogen; or
R^3 is in the 2-, 3- or 4-position and is:
carboxy; (C_{1-6})alkoxycarbonyl; aminocarbonyl wherein the amino group is optionally substituted by hydroxy, (C_{1-6})alkyl, hydroxy(C_{1-6})alkyl, aminocarbonyl(C_{1-6})alkyl, (C_{2-6})alkenyl, (C_{1-6})alkylsulphonyl, trifluoromethylsulphonyl, (C_{2-6})alkenylsulphonyl, (C_{1-6})alkoxycarbonyl, (C_{1-6})alkylcarbonyl, (C_{2-6})alkenyloxycarbonyl or (C_{2-6})alkenylcarbonyl and optionally further substituted by (C_{1-6})alkyl, hydroxy(C_{1-6})alkyl, aminocarbonyl(C_{1-6})alkyl or (C_{2-6})alkenyl; cyano; tetrazolyl; 2-oxo-oxazolidinyl optionally substituted by R^{10}; 3-hydroxy-3-cyclobutene-1,2-dione-4-yl; 2,4-thiazolidinedione-5-yl; tetrazol-5-ylaminocarbonyl; 1,2,4-triazol-5-yl optionally substituted by R^{10}; or 5-oxo-1,2,4-oxadiazol-3-yl; or
(C_{1-4})alkyl or ethenyl optionally substituted with any of the substituents listed above for R^3 and/or up to 3 groups R^{12} independently selected from:

thiol; halogen; (C_{1-6})alkylthio; trifluoromethyl; azido; (C_{1-6})alkoxycarbonyl; (C_{1-6})alkylcarbonyl; (C_{2-6})alkenyloxycarbonyl; (C_{2-6})alkenylcarbonyl; hydroxy optionally substituted by (C_{1-6})alkyl, (C_{2-6})alkenyl, (C_{1-6})alkoxycarbonyl, (C_{1-6})alkylcarbonyl, (C_{2-6})alkenyloxycarbonyl, (C_{2-6})alkenylcarbonyl or aminocarbonyl wherein the amino group is optionally substituted by (C_{1-6})alkyl, (C_{2-6})alkenyl, (C_{1-6})alkylcarbonyl or (C_{2-6})alkenylcarbonyl; amino optionally mono- or disubstituted by (C_{1-6})alkoxycarbonyl, (C_{1-6})alkylcarbonyl, (C_{2-6})alkenyloxycarbonyl, (C_{2-6})alkenylcarbonyl, (C_{1-6})alkyl, (C_{2-6})alkenyl, (C_{1-6})alkylsulphonyl, (C_{2-6})alkenylsulphonyl or aminocarbonyl wherein the amino group is optionally substituted by (C_{1-6})alkyl or (C_{2-6})alkenyl; aminocarbonyl wherein the amino group is optionally substituted by (C_{1-6})alkyl, hydroxy(C_{1-6})alkyl, aminocarbonyl(C_{1-6})alkyl, (C_{2-6})alkenyl, (C_{1-6})alkoxycarbonyl, (C_{1-6})alkylcarbonyl,

(C_{2-6})alkenyloxycarbonyl or (C_{2-6})alkenylcarbonyl and optionally further substituted by (C_{1-6})alkyl, hydroxy(C_{1-6})alkyl, aminocarbonyl(C_{1-6})alkyl or (C_{2-6})alkenyl; oxo; (C_{1-6})alkylsulphonyl; (C_{2-6})alkenylsulphonyl; or (C_{1-6})aminosulphonyl wherein the amino group is optionally substituted by (C_{1-6})alkyl or (C_{2-6})alkenyl;
in addition when R^3 is disubstituted with a hydroxy or amino containing substituent and a carboxy containing substituent these may together form a cyclic ester or amide linkage, respectively; or

when R^3 is in the 3-position R^2 and R^3 may together form a divalent residue $=CR^{5^1}R^{6^1}$ where R^{5^1} and R^{6^1} are independently selected from hydrogen, (C_{1-6})alkyl, (C_{2-6})alkenyl, aryl(C_{1-6})alkyl and aryl(C_{2-6})alkenyl, any alkyl or alkenyl moiety being optionally substituted by up to three R^{12} groups;

R^4 is (C_{5-12})alkyl, optionally substituted phenyl(C_{2-3})alkyl or optionally substituted phenyl(C_{3-4})alkenyl;

~~**R^4 is a group $-CH_2-R^5$ in which R^5 is selected from: (C_{1-12})alkyl; hydroxy(C_{1-12})alkyl; (C_{1-12})alkoxy(C_{1-12})alkyl; (C_{1-12})alkanoyloxy(C_{1-12})alkyl; (C_{3-6})cycloalkyl; hydroxy(C_{3-6})cycloalkyl; (C_{1-12})alkoxy(C_{3-6})cycloalkyl; (C_{1-12})alkanoyloxy(C_{3-6})cycloalkyl; (C_{3-6})cycloalkyl(C_{1-12})alkyl; hydroxy-, (C_{1-12})alkoxy- or (C_{1-12})alkanoyloxy-(C_{3-6})cycloalkyl(C_{1-12})alkyl; cyano; cyano(C_{1-12})alkyl; (C_{2-12})alkenyl; (C_{2-12})alkynyl; tetrahydrofuryl; mono- or di-(C_{1-12})alkylamino(C_{1-12})alkyl; acylamino(C_{1-12})alkyl; (C_{1-12})alkyl- or acyl-aminocarbonyl(C_{1-12})alkyl; mono- or di-(C_{1-12})alkylamino(hydroxy)(C_{1-12})alkyl; optionally substituted phenyl(C_{1-12})alkyl, phenoxy(C_{1-12})alkyl or phenyl(hydroxy)(C_{1-12})alkyl; optionally substituted diphenyl(C_{1-12})alkyl; optionally substituted phenyl(C_{2-12})alkenyl; optionally substituted benzoyl or benzoyl(C_{1-12})alkyl; optionally substituted heteroaryl or heteroaryl(C_{1-12})alkyl; and optionally substituted heteroaroyl or heteroaroyl(C_{1-12})alkyl;**~~

A is CR^6R^7 and B is SO_2, CO or CH_2 wherein:
each of R^6 and R^7 is independently selected from: hydrogen; (C_{1-6})alkoxy; thiol; (C_{1-6})alkylthio; halo; trifluoromethyl; azido; (C_{1-6})alkyl; (C_{2-6})alkenyl; (C_{1-6})alkoxycarbonyl; (C_{1-6})alkylcarbonyl; (C_{2-6})alkenyloxycarbonyl; (C_{2-6})alkenylcarbonyl; hydroxy, amino

or aminocarbonyl optionally substituted as for corresponding substituents in R^3; (C_{1-6})alkylsulphonyl; (C_{2-6})alkenylsulphonyl; or (C_{1-6})aminosulphonyl wherein the amino group is optionally substituted by (C_{1-6})alkyl or (C_{2-6})alkenyl;

R^{10} is selected from (C_{1-4})alkyl; (C_{2-4})alkenyl and aryl any of which may be optionally substituted by a group R^{12} as defined above; carboxy; aminocarbonyl wherein the amino group is optionally substituted by hydroxy, (C_{1-6})alkyl, (C_{2-6})alkenyl, (C_{1-6})alkylsulphonyl, trifluoromethylsulphonyl, (C_{2-6})alkenylsulphonyl, (C_{1-6})alkoxycarbonyl, (C_{1-6})alkylcarbonyl, (C_{2-6})alkenyloxycarbonyl or (C_{2-6})alkenylcarbonyl and optionally further substituted by (C_{1-6})alkyl or (C_{2-6})alkenyl; (C_{1-6})alkylsulphonyl; trifluoromethylsulphonyl; (C_{2-6})alkenylsulphonyl; (C_{1-6})alkoxycarbonyl; (C_{1-6})alkylcarbonyl; (C_{2-6})alkenyloxycarbonyl; and (C_{2-6})alkenylcarbonyl;

and R^{11} is hydrogen; or (C_{1-4})alkyl or (C_{2-4})alkenyl optionally substituted with 1 to 3 groups selected from:
carboxy; (C_{1-4})alkoxycarbonyl; (C_{1-4})alkylcarbonyl; (C_{2-4})alkenyloxycarbonyl; (C_{2-4})alkenylcarbonyl; aminocarbonyl wherein the amino group is optionally substituted by hydroxy, (C_{1-4})alkyl, hydroxy(C_{1-4})alkyl, aminocarbonyl(C_{1-4})alkyl, (C_{2-4})alkenyl, (C_{1-4})alkylsulphonyl, trifluoromethylsulphonyl, (C_{2-4})alkenylsulphonyl, (C_{1-4})alkoxycarbonyl, (C_{1-4})alkylcarbonyl, (C_{2-4})alkenyloxycarbonyl or (C_{2-4})alkenylcarbonyl; cyano; tetrazolyl; 2-oxo-oxazolidinyl optionally substituted by R^{10}; 3-hydroxy-3-cyclobutene-1,2-dione-4-yl; 2,4-thiazolidinedione-5-yl; tetrazol-5-ylaminocarbonyl; 1,2,4-triazol-5-yl optionally substituted by R^{10}; 5-oxo-1,2,4-oxadiazol-3-yl; thiol; halogen; (C_{1-4})alkylthio; trifluoromethyl; azido; hydroxy optionally substituted by (C_{1-4})alkyl, (C_{2-4})alkenyl, (C_{1-4})alkoxycarbonyl, (C_{1-4})alkylcarbonyl, (C_{2-4})alkenyloxycarbonyl, (C_{2-4})alkenylcarbonyl; oxo; (C_{1-4})alkylsulphonyl; (C_{2-4})alkenylsulphonyl; or (C_{1-4})aminosulphonyl wherein the amino group is optionally substituted by (C_{1-4})alkyl or (C_{2-4})alkenyl.

2. (**Currently Amended**) A compound according to claim 1 wherein:
(a) Z^1 is N, **Z^3 is CH or CF,** and Z^2, **Z^4, and Z^5** ~~Z^5~~ are CH,
(b) ~~Z^1 Z^5 are each CH,~~ Z^3 is CH or CF and Z^1, Z^2, Z^4, and Z^5 are CH, or
(c) Z^5 is N, Z^3 is CH or CF, and Z^1, Z^2, and Z^4 ~~Z^4~~ are CH,
~~and Z^3 may instead be CF~~.

3. (**Previously Presented**). A compound according to claim 1 wherein R^1 and R^{1a} are independently methoxy, amino(C_{3-5})alkyloxy, guanidino(C_{3-5})alkyloxy, piperidyl(C_{3-5})alkyloxy, nitro or fluoro.

4. (**Previously Presented**). A compound according to claim 1 wherein R^3 is hydrogen; (C_{1-4})alkyl; ethenyl; optionally substituted 1-hydroxy(C_{1-4})alkyl; carboxy; (C_{1-6})alkoxycarbonyl; optionally substituted aminocarbonyl; carboxy(C_{1-4})alkyl; optionally substituted aminocarbonyl(C_{1-4})alkyl; cyano(C_{1-4})alkyl; optionally substituted 2-oxo-oxazolidinyl or optionally substituted 2-oxo-oxazolidinyl(C_{1-4}alkyl).

5. (**Previously Presented**). A compound according to claim 1 wherein R^3 is in the 3-position and the substitutents at the 3- and 4-position of the piperidine ring are *cis*.

6. (**Previously Presented**). A compound according to claim 1 wherein A is CHOH or CH_2, and B is CH_2.

7. (**Previously Presented**). A compound according to claim 1 wherein R^{11} is hydrogen.

8. (**Cancelled**).

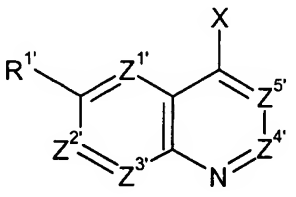
9. (**Original**). A compound according to claim 1 selected from:
1-Heptyl-4-[2-(R)-hydroxy-2-(6-methoxyquinolin-4-yl)]ethylaminopiperidine;
cis-3-(R/S)-Ethoxycarbonyl-1-heptyl-4-(S/R)-[2-(R)-hydroxy-2-(6-methoxyquinolin-4-yl)]ethylaminopiperidine;
cis-3-(R/S)-Aminocarbonyl-1-heptyl-4-(S/R)-[2-(R)-hydroxy-2-(6-methoxyquinolin-4-yl)]ethylaminopiperidine;
cis-1-Heptyl-3-(R/S)-hydroxymethyl-4-(S/R)-[2-(R)-hydroxy-2-(6-methoxyquinolin-4-yl)]ethylaminopiperidine;
cis-3-(R/S)-carboxy-1-heptyl-4-(S/R)-[2-(R)-hydroxy-2-(6-methoxyquinolin-4-yl)]ethylaminopiperidine;
1-Heptyl-4-[2-(S)-hydroxy-2-(6-methoxyquinolin-4-yl)]ethylaminopiperidine; or
1-Heptyl-4-[2-(R)-hydroxy-2-(6-methoxyquinolin-4-yl)]ethyl(N-methyl)aminopiperidine;
or a pharmaceutically acceptable derivative thereof.

10. (**Original**). A pharmaceutical composition comprising a compound of formula (I) as defined in claim 1, or a pharmaceutically acceptable derivative thereof, and a pharmaceutically acceptable carrier.

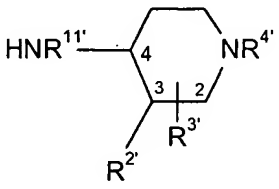
11. (**Original**). A method of treatment of bacterial infections in mammals which method comprises the administration to a mammal in need of such treatment an effective amount of a compound of formula (I) as defined in claim 1, or a pharmaceutically acceptable derivative thereof.

12. (**Cancelled**).

13. (**Original**). A process for preparing a compound of formula (I) as defined in claim 1, or a pharmaceutically acceptable derivative thereof, which process comprises: reacting a compound of formula (IV) with a compound of formula (V):



(IV)

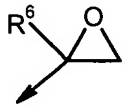


(V)

wherein $Z^{1'}$, $Z^{2'}$, $Z^{3'}$, $Z^{4'}$, $Z^{5'}$, $R^{11'}$, $R^{1'}$, $R^{2'}$, $R^{3'}$ and $R^{4'}$ are Z^1, Z^2, Z^3, Z^4, Z^5, R^{11}, R^1, R^2, R^3 and R^4 as defined in formula (I) or groups convertible thereto;
and:

(i) X is $CR^6R^7SO_2W$
(ii) X is A'-COW
(iii) X is $CR^6{=}CH_2$
(iv) X is oxirane and

in which W is a leaving group e.g. halogen, A' is A as defined in formula (I), or a group convertible thereto, and oxirane is:



wherein R^6 and R^7 are as defined in formula (I);
and thereafter optionally or as necessary converting $Z^{1'}$, $Z^{2'}$, $Z^{3'}$, $Z^{4'}$, $Z^{5'}$, A', $R^{11'}$, $R^{1'}$, $R^{2'}$, $R^{3'}$ and $R^{4'}$ to Z^1, Z^2, Z^3, Z^4, Z^5, A, R^{11}, R^1, R^2, R^3 and R^4, converting A-B to other A-B, interconverting R^{11}, R^1, R^2, R^3 and/or R^4, and/or forming a pharmaceutically acceptable derivative thereof.